

RECORDATION NO. 17028-K FILED
DEC 22 '10 -11 00 AM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

December 22, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Trust Indenture and Security Agreement (BN 1990-D), dated as of December 21, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Trust Indenture and Security Agreement (BN 1990-D) previously filed with the Board under Recordation Number 17028-G.

The names and addresses of the parties to the enclosed document are:

Owner Trustee: Wilmington Trust Company
Rodney Square North
1100 North Market Street
Wilmington, DE 19890

Indenture Trustee: U.S. Bank National Association (successor to
Wachovia Bank, National Association and
Meridian Trust Company)
920 King Street
Wilmington, DE 19801

**Section Chief
December 22, 2010
Page two**

A description of the railroad equipment covered by the enclosed document is:

Railcars covered by the Trust Indenture and Security Agreement (BN 1990-D) as amended, supplemented or modified, previously filed with the Board under Recordation Number 17028-G.

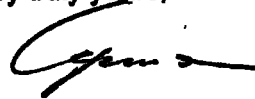
A short summary of the document to appear in the index is:

Termination of Trust Indenture and Security Agreement (BN 1990-D).

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a stylized flourish at the end.

Robert W. Alvord

**RWA/sem
Enclosures**

RECORDATION NO. 17028-K
FILED

TERMINATION OF TRUST INDENTURE AND SECURITY AGREEMENT
(BN 1990-D)

DEC 22 '10 -11 00 AM

SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF TRUST INDENTURE AND SECURITY AGREEMENT is made and entered into as of December 21, 2010 by and between Wilmington Trust Company, a Delaware banking corporation, not in its individual capacity, but solely as Owner Trustee ("Owner Trustee") and U.S. Bank National Association, a national banking association, as Indenture Trustee ("Indenture Trustee").

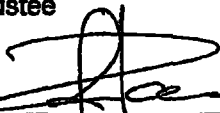
1. The Owner Trustee and Indenture Trustee have heretofore entered into that certain Trust Indenture and Security Agreement (BN 1990-D) dated as of September 28, 2007 (as amended, supplemented or modified to date, the "Indenture") by which the Owner Trustee granted a security interest in certain railcars to the Indenture Trustee in order to secure the Owner Trustee's performance of its obligations as described in the Indenture. The Indenture (or a memorandum thereof) was duly recorded with the Surface Transportation Board on September 24, 2007 at 8:00 a.m. under recordation number 17028-G. Capitalized terms used herein without definition have the meanings assigned to them in the Indenture.

2. The Indenture is terminated effective as of the date hereof with respect to the railcars subject thereto.

3. This Termination of Trust Indenture and Security Agreement shall neither impair nor terminate the rights and obligations of the parties under the Indenture which expressly survive this termination.

IN WITNESS WHEREOF, the parties hereto have each caused this Termination to be executed by their respective officers duly authorized as of the date and year first above written.

WILMINGTON TRUST COMPANY, not in its
Individual capacity, but solely as Owner
Trustee

By 
Name: Jose L. Paredes
Title: Assistant Vice President

Executed on this ____ day of December, 2010.

U.S. BANK NATIONAL ASSOCIATION

By _____
Name:
Title:

Executed on this ____ day of December, 2010.

IN WITNESS WHEREOF, the parties hereto have each caused this Termination to be executed by their respective officers duly authorized as of the date and year first above written.

WILMINGTON TRUST COMPANY, not in its individual capacity, but solely as Owner Trustee

By _____
Name:
Title:

Executed on this ____ day of December, 2010.

U.S. BANK NATIONAL ASSOCIATION

By  _____
Name: Michael M. Hopkins
Title: Vice President

Executed on this 21 day of December, 2010.

Name:
Notary Public
My Commission Expires:
Residing in

STATE OF DELAWARE)
) ss
COUNTY OF NEW CASTLE)

On this, the ____ day of December 2010, before me, a Notary Public in and for said County and State, personally appeared _____ who being by me duly sworn, says that (s)he is the _____ of WILMINGTON TRUST COMPANY, that said instrument was signed on December ____, 2010 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name:
Notary Public
My Commission Expires:
Residing in _____

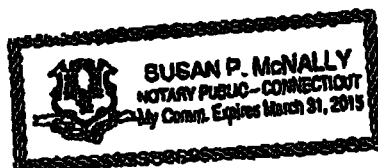
STATE OF CONNECTICUT)
) ss.
COUNTY OF HARTFORD)

On this, the 21 day of December, 2010, before me, a Notary Public in and for said County and State, personally appeared sworn, says that (s)he is the Vice President of U.S. BANK NATIONAL ASSOCIATION, that said instrument was signed on December ____, 2010 on behalf of said association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Susan P. McNally

Name:
Notary Public
My Commission Expires:
Residing in Vernon, CT



CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 12/22/10



Robert W. Alvord

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